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BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

October 23, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of April 23, 2003, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: MRC Rail Services, LLC
5215 Old Orchard Road
Suite 505
Skokie, IL 60077

Lessee: Conrad Yelvington Distributors, Inc.
2326 Bellevue Avenue
Daytona Beach, FL 32114

A description of the railroad equipment covered by the enclosed document is:

100 railcars MBKX 1001 – MBKX 1100

Mr. Vernon A. Williams
October 23, 2003
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A short summary of the document to appear in the index follows:

Memorandum of Lease Agreement

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

*MEMORANDUM OF LEASE AGREEMENT
BETWEEN*

*MRC RAIL SERVICES, LLC
("LESSOR")*

RECORDED 24659 FILED

OFFICE OF

4-06PM

AND

SECRETARY OF THE BOARD

*CONRAD YELVINGTON DISTRIBUTORS, INC.
("LESSEE")*

APRIL 23, 2003

Memorandum of a Lease Agreement made and entered into as of April 23, 2003 by and between MRC Rail Services, LLC, a Delaware limited liability company, ("**Lessor**") and Conrad Yelvington Distributors Inc, a Florida corporation ("**Lessee**").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor

3 pocket steel open top hoppers, spring assisted gates with wine locks, 2580 cfc
286,000 GRL bearing marks and numbers as follows:

MBKX 1001 – 1100 (inclusive)

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor: MRC Rail Services, LLC

By: 

Title: Office President

Date: 4/27/03

Lessee: Conrad Yelvington Distributors
Inc.

By: 

Title: President

Date: APRIL 25, 2003

STATE OF ILLINOIS

COUNTY OF COOK

On this 25th day of APRIL, 2003, before me personally appeared NARRY ZANDER, to me personally known, who being by me duly sworn, says that he is the VICE PRESIDENT of **MRC Rail Services, LLC** that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



Teresa Taylor
NOTARY PUBLIC

My commission expires:

STATE OF FLORIDA

COUNTY OF VOLUSIA

On this **25th** day of **April**, 2003, before me personally appeared **Gary Yelvington**, to me personally known, who being by me duly sworn, says that he is the **President** of **Conrad Yelvington Distributors, Inc.**, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Mark W. Klebe
NOTARY PUBLIC

My commission expires



Notary Public, State of Florida
Mark W. Klebe
My Commission Expires July 1, 2005
CC Number DD038253